

Remarks

The Office Action mailed February 3, 2005 and made final, and the Advisory Action mailed June 27, 2005 have been carefully reviewed and the foregoing amendments have been made in consequence thereof.

Applicants and the undersigned wish to express their appreciation to the Examiner for the courtesies he extended during a telephone interview that occurred on July 19, 2005, and a follow up telephone interview that occurred on July 26, 2005. During the interviews, the Final Office Action dated February 25, 2005 and the Advisory Action dated June 27, 2005 were discussed. More specifically, the undersigned discussed the differences between the present invention and Marpe et al., U.S. Patent No. 6,581,039.

The Examiner also suggested some possible changes to the claims for overcoming Marpe. Applicants incorporated those suggested changes into the claims. Although no agreement was reached with respect to the patentability of the claims in the present case, the Examiner indicated that Applicants were making progress and he would fully consider Applicants arguments. The Examiner also advised that if he believed a discussion with the undersigned would be beneficial prior to issuing any future office actions in this case, the Examiner would contact the undersigned to discuss the case further. The foregoing Amendment has been made in consequence of the Examiner Interview.

Accordingly, Applicants respectfully submit that the present patent application is in condition for allowance.

Claims 1, 3-15, 24-50, 52-55 and 58-79 are pending in this application. Claims 1, 3-17 and 19-79 stand rejected. Claims 2, 16-23, 51 and 56-57 have been canceled.

In accordance with 37 C.F.R. 1.136(a), a three month extension of time is submitted herewith to extend the due date of the response to the Office Action dated February 3, 2005, for the above-identified patent application from May 3, 2005, through and including August 3, 2005.

An extension of two months has already been secured. The fee paid therefore of \$450.00 is deducted from the total fee due for the total months of extension now requested. In accordance with 37 C.F.R. 1.17(a)(3), authorization to charge a deposit account in the amount of \$570.00 to cover this extension of time request also is submitted herewith.

The rejection of Claims 1, 3-17 and 19-79 under 35 U.S.C. § 102(b) as being anticipated by Marpe et al. (U.S. Patent No. 6,581,039) ("Marpe") is respectfully traversed.

Applicants respectfully submit that Marpe does not describe or suggest the claimed invention. As discussed below, at least one of the differences between Marpe and the present invention is that Marpe does not describe or suggest a method for developing an acquisition integration project plan that includes *automatically displaying on a computer a plurality of integration areas to be selected by a user based on a type of acquisition being performed* including at least one of a type of company and a type of asset being acquired, *wherein the plurality of integration areas include commercial, operational, human resources, legal and financial.* (Emphasis added.)

Moreover, Applicants respectfully submit that Marpe does not describe or suggest *automatically displaying on the computer a plurality of pre-defined integration events based upon the user selected integration areas, each pre-defined integration event being displayed in association with a phase in an acquisition process including a pre-due diligence phase, a due diligence phase, a post sign/pre-close phase, a post close phase, and a transition to operations phase, each of the plurality of pre-defined integration events are automatically selectable as a required integration event to be performed as part of the integration for the specific type of acquisition being performed.* (Emphasis added.)

Furthermore, Applicants respectfully submit that Marpe does not describe or suggest displaying on the computer a detailed explanation for each pre-defined integration event including a description of the integration event, advice for performing the integration event, and a sample presentation relating to the integration event.

Additionally, Applicants respectfully submit that Marpe does not describe or suggest developing an acquisition integration project plan for the specific acquisition integration by *prompting the user to select from the display at least one pre-defined integration event for the each user selected integration area, the acquisition integration project plan includes the user selected integration events and the automatically selected integration events to be performed as part of the acquisition including the integration events to be performed during the pre-due diligence phase of the acquisition process, the due diligence phase of the acquisition process, the post sign/pre-close phase of the acquisition process, the post close phase of the acquisition process, and the transition to operations phase of the acquisition process, the acquisition integration project plan outlines the integration events to be performed in a recommended sequential order from the pre-due diligence phase of the acquisition process through the transition to operations phase of the acquisition process.* (Emphasis added.)

Marpe is directed to a method of report searching in a merger and acquisition environment. However, Marpe also mentions an M&A Engine that includes a Navigation Chevron, a Discussion Database, a Discussion Database Interface Page, a 30/60/90 Plan, and a Merger Site Map. In its discussion of the M&A Engine, Marpe describes an exemplary M&A lifecycle that is separated into three time periods: Pre-Deal, Deal, and Post-Deal. Marpe also describes a Project Planning tool used within an M&A effort that allows users to create/upload project planning files; search project planning files; and help with the project planning function. However, as discussed below, Marpe does not describe or suggest developing an acquisition integration project plan for a specific acquisition integration by prompting a user to select from a display at least one pre-defined integration event for the each user selected integration area, wherein the acquisition integration project plan is developed prior to performing the acquisition including prior to performing the pre-due diligence on the acquisition target.

Marpe describes a method of searching for a report in a database including a plurality of items generated by multiple users. Users are allowed to create an item with a plurality of fields. The item is stored in a database with an identifier corresponding to the user. Upon receipt of a search query, the database is searched using the search query. The identifiers of a plurality of

items found during the search are displayed. Upon selection of the associated identifier of one of the items, the fields of that item are depicted. Marpe also describes a Merger and Acquisition (M&A) Engine that provides knowledge management and delivery capabilities to facilitate the learning and execution of merger-related work. In one embodiment, the M&A Engine is stored on a centralized server which may be accessed over a network via a web site.

Marpe further describes the M&A Engine to include a plurality of features such as a Navigation Chevron, a Discussion Database, a Discussion Database Interface Page, a 30/60/90 Plan, and a Merger Site Map. A workbench homepage is used to navigate the user through the M&A Engine environment. The Discussion Database is used to discuss concepts and serve as an audit trail of topics. The Discussion Database Interface Page describes the various discussion groups available to the user, and subscribes the user to individual discussion groups when selected. The 30/60/90 Plan is used to account for all actions taken during the first 90 days of consolidation. Finally, the Merger Site Map tracks activities and duration of these activities throughout the consolidation. Marpe describes an exemplary M&A lifecycle that is separated into three time periods: Pre-Deal, Deal, and Post-Deal.

In other words, Marpe describes a system that plans and tracks actions taken during an M&A process. Marpe, however, does not describe or teach *automatically displaying on the computer, prior to performing the pre-due diligence on the acquisition target, a plurality of integration areas to be selected by a user based on a type of acquisition being performed, automatically displaying on the computer a plurality of pre-defined integration events based upon at least one user selected integration area, and/or developing an acquisition integration project plan for the specific acquisition integration by prompting the user to select from the display at least one pre-defined integration event for the each user selected integration area, wherein the acquisition integration project plan is developed prior to performing the acquisition including prior to performing the pre-due diligence on the acquisition target.* (Emphasis added.)

Claim 1 recites a method performed by a computer for developing an acquisition integration project plan outlining at least one process for performing an acquisition integration

and providing information to perform the acquisition integration, the acquisition integration including assimilating an acquiring entity with an acquisition target including at least one of a newly acquired company and a newly acquired asset including a portfolio, the method includes “automatically displaying on the computer a plurality of integration areas to be selected by a user based on a type of acquisition being performed including at least one of a type of company and a type of asset being acquired, the plurality of integration areas are menu selections selectable by the user and are not entered into the computer by the user, the plurality of integration areas include commercial, operational, human resources, legal and financial...automatically displaying on the computer a plurality of pre-defined integration events based upon the user selected integration areas, each pre-defined integration event being displayed in association with a phase in an acquisition process including a pre-due diligence phase, a due diligence phase, a post sign/pre-close phase, a post close phase, and a transition to operations phase, the plurality of pre-defined integration events are menu selections selectable by the user and are not entered into the computer by the user, the plurality of pre-defined integration events are associated with a variety of acquisition types, each of the plurality of pre-defined integration events are automatically selectable as a required integration event to be performed as part of the integration for the specific type of acquisition being performed...displaying on the computer a detailed explanation for each pre-defined integration event including a description of the integration event, advice for performing the integration event, and a sample presentation relating to the integration event, the description facilitates determining a percentage of completion of the integration event, the advice is based on prior acquisition integrations and provides guidance to a person responsible for performing the integration event on how to accomplish the integration event, the sample presentation includes an attached file including data previously presented by the acquiring entity as part of a prior acquisition integration, the detailed explanations are viewable by the user and are not entered into the computer by the user...developing an acquisition integration project plan for the specific acquisition integration by prompting the user to select from the display at least one pre-defined integration event for the each user selected integration area, the acquisition integration project plan includes the user selected integration events and the automatically selected integration events to be performed as part of the acquisition including the integration

events to be performed during the pre-due diligence phase of the acquisition process, the due diligence phase of the acquisition process, the post sign/pre-close phase of the acquisition process, the post close phase of the acquisition process, and the transition to operations phase of the acquisition process, the acquisition integration project plan outlines the integration events to be performed in a recommended sequential order from the pre-due diligence phase of the acquisition process through the transition to operations phase of the acquisition process...displaying a name of a person responsible, a due date, a completion percentage, and a commentary for each user selected, pre-defined integration event and each automatically selected, pre-defined integration event...and storing the user selected and the automatically selected integration events and the name of a person responsible, the due date, the completion percentage, and the commentary for each integration event into corresponding integration areas, as the acquisition integration project plan.”

Marpe does not describe or suggest a method for developing an acquisition integration project plan as recited in Claim 1. Specifically, Marpe does not describe or suggest a method for developing an acquisition integration project plan that includes *automatically displaying on a computer a plurality of integration areas to be selected by a user based on a type of acquisition being performed* including at least one of a type of company and a type of asset being acquired, *wherein the plurality of integration areas include commercial, operational, human resources, legal and financial.* (Emphasis added.)

Moreover, Marpe does not describe or suggest *automatically displaying on the computer a plurality of pre-defined integration events based upon the user selected integration areas, each pre-defined integration event being displayed in association with a phase in an acquisition process including a pre-due diligence phase, a due diligence phase, a post sign/pre-close phase, a post close phase, and a transition to operations phase, each of the plurality of pre-defined integration events are automatically selectable as a required integration event to be performed as part of the integration for the specific type of acquisition being performed.* (Emphasis added.)

Furthermore, Marpe does not describe or suggest displaying on the computer a detailed explanation for each pre-defined integration event including a description of the integration event, advice for performing the integration event, and a sample presentation relating to the integration event.

Additionally, Marpe does not describe or suggest developing an acquisition integration project plan for the specific acquisition integration by *prompting the user to select from the display at least one pre-defined integration event for the each user selected integration area, the acquisition integration project plan includes the user selected integration events and the automatically selected integration events to be performed as part of the acquisition including the integration events to be performed during the pre-due diligence phase of the acquisition process, the due diligence phase of the acquisition process, the post sign/pre-close phase of the acquisition process, the post close phase of the acquisition process, and the transition to operations phase of the acquisition process, the acquisition integration project plan outlines the integration events to be performed in a recommended sequential order from the pre-due diligence phase of the acquisition process through the transition to operations phase of the acquisition process.* (Emphasis added.)

The Office Action asserts that Marpe teaches “a system for the planning, management and execution of merger and acquisition projects (process, lifecycle, transactions) comprising a plurality of modules (sections, sub-systems, systems, tools, etc.) including but not limited to...reporting and tracking...decision management...execution tools for planning and managing the integration specific activities that need to be completed...planning guide...value realization for analyzing and tracking costs....” The Office Action further asserts that Marpe teaches that “one of the subsystems includes a Merger and Acquisition Engine System...that provides knowledge management and delivery capabilities to facilitate the learning and execution of merger related activities....” The Office Action also asserts that Marpe teaches that “the merger and acquisition management system is specifically tailored to support the entire Merger and Acquisition Lifecycle...and that the lifecycle comprises three periods: Pre-Deal, Deal and Post Deal”. More specifically, Marpe provides in relevant part at Col. 53, lines 34-53 as follows:

FIG. 20 illustrates several phases in an exemplary M & A lifecycle separated into three time periods: Pre-Deal, Deal, and Post-Deal. The Pre-Deal period occurs before, and in preparation of, the deal with respect to a merger or acquisition. The Deal period occurs during actual negotiation and structuring of the deal. The Post-Deal period occurs after the deal has been made. Finally, the companies converge. Due to the uniqueness of each merger or acquisition, a level of flexibility and overlap exists among the phases. Develop Strategy Phase 2000: During the Pre-Deal period, a strategy is developed in the Develop Strategy phase. More particularly, the Develop Strategy phase positions an organization evaluating mergers or acquisitions as growth options. Key activities of this phase include: developing corporate strategies; identifying and assessing M&A options; determining financing strategies; screening and prioritizing candidates; performing synergy assessment and economic benefit modeling, and selecting target(s). Analyze Target Phase 2002: During the Analyze Target phase, the organization begins a detailed assessment of a specific target. Key activities of this phase include: conducting strategic due diligence; identify operational sources of value; and create financial due diligence plan....

However, Marpe does not describe or teach a method for developing an acquisition integration project plan as recited in Claim 1.

Applicants respectfully submit that although Marpe describes a system for the planning, management and execution of merger and acquisition projects, Marpe does not describe or teach automatically displaying on a computer a plurality of integration areas to be selected by a user based on a type of acquisition being performed, automatically displaying on the computer a plurality of pre-defined integration events based upon the user selected integration areas wherein each pre-defined integration event being displayed in association with a phase in an acquisition process including a pre-due diligence phase, a due diligence phase, a post sign/pre-close phase, a post close phase, and a transition to operations phase and wherein each of the plurality of pre-defined integration events are automatically selectable as a required integration event to be performed as part of the integration for the specific type of acquisition being performed, and developing an acquisition integration project plan for the specific acquisition integration by prompting the user to select from the display at least one pre-defined integration event for the each user selected integration area wherein the acquisition integration project plan outlines the integration events to be performed in a recommended sequential order from the pre-due diligence

phase of the acquisition process through the transition to operations phase of the acquisition process.

Rather, Marpe describes a Navigation Chevron that is used to navigate a database of knowledge utilizing a progression of ideas or phases; and a Discussion Database that is used to store and organize postings from discussion groups. Applicants submit that neither the Navigation Chevron nor the Discussion Database, as described in Marpe, describe or teach the method recited in Claim 1.

Marpe also describes a Reporting and Tracking tool, a Decision Management tool, a Project Planning tool, a Value Realization tool, an Execution tool, and a Reference tool. Clearly, none of the Reporting and Tracking tool, the Decision Management tool, the Value Realization tool, the Execution tool, or the Reference tool describe or teach the present invention. Moreover, the Project Planning tool is described in Marpe at Col. 30, lines 27-37 as follows:

The Project Planning function allows users to upload and track project planning files for themselves, others and teams within the M & A effort. The Project Planning function is to be used by both Andersen Consulting and client personnel. The Project Planning application will provide three basic areas of functionality: Create/Upload Project Planning Files; Search Project Planning Files; and Help with the Project Planning function.

In other words, Marpe describes a Project Planning tool used within an M&A effort, but does not describe or suggest a method for developing an acquisition integration project plan as recited in Claim 1. Rather, in contrast to the present invention, the Marpe Project Planning tool merely allows a user to create/upload project planning files; search project planning files; and help with the project planning function.

Applicants respectfully submit that merely describing a Project Planning tool used within an M&A effort that allows users to create/upload project planning files; search project planning files; and help with the project planning function as done in Marpe does not describe or teach the present claims. Specifically, the Project Planning tool describe in Marpe does not describe, teach or even mention automatically displaying on a computer a plurality of integration areas to be

selected by a user based on a type of acquisition being performed, automatically displaying on the computer a plurality of pre-defined integration events based upon the user selected integration areas wherein each pre-defined integration event being displayed in association with a phase in an acquisition process including a pre-due diligence phase, a due diligence phase, a post sign/pre-close phase, a post close phase, and a transition to operations phase and wherein each of the plurality of pre-defined integration events are automatically selectable as a required integration event to be performed as part of the integration for the specific type of acquisition being performed, and/or developing an acquisition integration project plan for the specific acquisition integration by prompting the user to select from the display at least one pre-defined integration event for the each user selected integration area wherein the acquisition integration project plan outlines the integration events to be performed in a recommended sequential order from the pre-due diligence phase of the acquisition process through the transition to operations phase of the acquisition process. Accordingly, Applicants respectfully submit that Claim 1 is patentable over Marpe.

For at least the reasons set forth above, Applicants respectfully submit that Claim 1 is patentable over Marpe.

Claims 3-8 depend, directly or indirectly, from independent Claim 1. When the recitations of Claims 3-8 are considered in combination with the recitations of Claim 1, Applicants submit that dependent Claims 3-8 likewise are patentable over Marpe.

Claim 9 is recited hereinabove. Claim 9, as herein amended, recites a computer for developing an acquisition integration project plan programmed to perform steps essentially similar to those recited in Claim 1. Thus, it is submitted that Claim 9 is patentable over Marpe for reasons that correspond to those given with respect to Claim 1. Accordingly, it is further submitted that Claim 9 is patentable over Marpe.

For at least the reasons as set forth above, Claim 9 is submitted to be patentable over Marpe.

Claims 10-15 depend, directly or indirectly, from independent Claim 9. When the recitations of Claims 10-15 are considered in combination with the recitations of Claim 9, Applicants submit that dependent Claims 10-15 likewise are patentable over Marpe.

Claims 16-23 have been canceled.

Claim 24 is recited hereinabove. Claim 24, as herein amended, recites a system for developing an acquisition integration project plan that includes a server coupled to a client system and a database, wherein the server is programmed to perform steps essentially similar to those recited in Claim 1. Thus, it is submitted that Claim 24 is patentable over Marpe for reasons that correspond to those given with respect to Claim 1. Accordingly, it is further submitted that Claim 24 is patentable over Marpe.

For at least the reasons as set forth above, Claim 24 is submitted to be patentable over Marpe.

Claims 25-31 depend, directly or indirectly, from independent Claim 24. When the recitations of Claims 25-31 are considered in combination with the recitations of Claim 24, Applicants submit that dependent Claims 25-31 likewise are patentable over Marpe.

Claim 32 is recited hereinabove. Claim 32, as herein amended, recites a method for developing an acquisition integration project plan having steps essentially similar to those recited in Claim 1. Thus, it is submitted that Claim 32 is patentable over Marpe for reasons that correspond to those given with respect to Claim 1. Accordingly, it is further submitted that Claim 32 is patentable over Marpe.

For at least the reasons as set forth above, Claim 32 is submitted to be patentable over Marpe.

Claims 33-37 depend, directly or indirectly, from independent Claim 32. When the recitations of Claims 33-37 are considered in combination with the recitations of Claim 32, Applicants submit that dependent Claims 33-37 likewise are patentable over Marpe.

Claim 38 is recited hereinabove. Claim 38, as herein amended, recites an apparatus for developing an acquisition integration project plan that includes means for performing steps essentially similar to those recited in Claim 1. Thus, it is submitted that Claim 38 is patentable over Marpe for reasons that correspond to those given with respect to Claim 1. Accordingly, it is further submitted that Claim 38 is patentable over Marpe.

For at least the reasons as set forth above, Claim 38 is submitted to be patentable over Marpe.

Claims 39-43 depend, directly or indirectly, from independent Claim 38. When the recitations of Claims 39-43 are considered in combination with the recitations of Claim 38, Applicants submit that dependent Claims 39-43 likewise are patentable over Marpe.

Claim 44 is recited hereinabove. Claim 44, as herein amended, recites a computer program embodied on a computer readable medium for developing an acquisition integration project plan, the computer program includes a code segment that performs steps essentially similar to those recited in Claim 1. Thus, it is submitted that Claim 44 is patentable over Marpe for reasons that correspond to those given with respect to Claim 1. Accordingly, it is further submitted that Claim 44 is patentable over Marpe.

For at least the reasons as set forth above, Claim 44 is submitted to be patentable over Marpe.

Claims 51 and 56-57 have been canceled. Claims 45-50 and 52-55 depend, directly or indirectly, from independent Claim 44. When the recitations of Claims 45-50 and 52-55 are considered in combination with the recitations of Claim 44, Applicants submit that dependent Claims 45-50 and 52-55 likewise are patentable over Marpe.

Claim 58 is recited hereinabove. Claim 58, as herein amended, recites a method for operating a computer to develop an acquisition integration project plan having steps essentially similar to those recited in Claim 1. Thus, it is submitted that Claim 58 is patentable over Marpe

for reasons that correspond to those given with respect to Claim 1. Accordingly, it is further submitted that Claim 58 is patentable over Marpe.

For at least the reasons as set forth above, Claim 58 is submitted to be patentable over Marpe.

Claims 59-65 depend, directly or indirectly, from independent Claim 58. When the recitations of Claims 59-65 are considered in combination with the recitations of Claim 58, Applicants submit that dependent Claims 59-65 likewise are patentable over Marpe.

Claim 66 is recited hereinabove. Claim 66, as herein amended, recites a computer for developing an acquisition integration project plan that is programmed to perform steps essentially similar to those recited in Claim 1. Thus, it is submitted that Claim 66 is patentable over Marpe for reasons that correspond to those given with respect to Claim 1. Accordingly, it is further submitted that Claim 66 is patentable over Marpe.

For at least the reasons as set forth above, Claim 66 is submitted to be patentable over Marpe.

Claims 67-73 depend, directly or indirectly, from independent Claim 66. When the recitations of Claims 67-73 are considered in combination with the recitations of Claim 66, Applicants submit that dependent Claims 67-73 likewise are patentable over Marpe.

Claim 74 is recited hereinabove. Claim 74, as herein amended, recites a computer-readable medium for developing an acquisition integration project plan, wherein the computer-readable medium is executable by a computer for controlling the computer to perform steps essentially similar to those recited in Claim 1. Thus, it is submitted that Claim 74 is patentable over Marpe for reasons that correspond to those given with respect to Claim 1. Accordingly, it is further submitted that Claim 74 is patentable over Marpe.

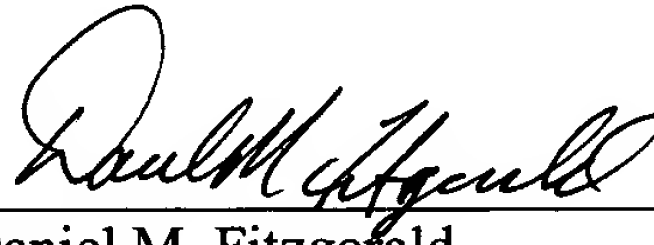
For at least the reasons as set forth above, Claim 74 is submitted to be patentable over Marpe.

Claims 75-79 depend, directly or indirectly, from independent Claim 74. When the recitations of Claims 75-79 are considered in combination with the recitations of Claim 74, Applicants submit that dependent Claims 75-79 likewise are patentable over Marpe.

For at least the reasons set forth above, Applicants respectfully request that the rejection of Claims 1, 3-17, and 19-79 under 35 U.S.C. § 102(b) be withdrawn.

In view of the foregoing amendments and remarks, all the Claims now active in the application are believed to be in condition for allowance. Favorable action is respectfully solicited.

Respectfully Submitted,

A handwritten signature in black ink, appearing to read "Daniel M. Fitzgerald", is written over a horizontal line.

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